

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

MESA AIR GROUP, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 10-10018 (MG)

(Jointly Administered)

**ORDER SHORTENING TIME FOR INTERIM HEARING ON EMERGENCY
MOTION OF DEBTORS FOR ENTRY OF INTERIM AND FINAL ORDERS
PURSUANT TO 11 U.S.C. §§ 105 AND 361, 362, 363, 364 AND 365 AND
BANKRUPTCY RULE 4001: (A) AUTHORIZING DEBTORS TO ENTER INTO NEW
LETTER OF CREDIT FACILITY WITH COMPASS BANK; (B) AUTHORIZING USE
OF CASH COLLATERAL PLEDGED TO COMPASS BANK; (C) MODIFYING THE
AUTOMATIC STAY; (D) GRANTING ADEQUATE PROTECTION;
(E) AUTHORIZING DEBTORS TO ASSUME PURCHASING CARD AGREEMENT;
(F) SCHEDULING A FINAL HEARING; AND (G) GRANTING RELATED RELIEF**

Upon the ex parte motion (the “Motion to Shorten Time”) of Mesa Air Group, Inc. and those of its subsidiaries that are debtors and debtors in possession herein (collectively, the “Debtors”), for an order shortening time on the motion (the “Motion”),² pursuant to sections 105, 361, 362, 363 and 364 of the Bankruptcy Code and Bankruptcy Rule 4001, for (a) an interim order: (i) authorizing the Debtors to enter into a new letter of credit facility with Compass Bank (the “Bank”); (ii) authorizing use of cash collateral pledged to the Bank; (iii) modifying the automatic stay; (iv) scheduling a final hearing; and (v) granting related relief and (b) a final order: (i) authorizing the foregoing relief on a final basis; and (ii) authorizing Mesa Airlines, Inc. to assume a prepetition purchasing card agreement with the Bank and to cure any defaults arising thereunder; and upon the Declaration of Maria A. Bove attached to the Motion to Shorten Time as Exhibit A; and the Court having jurisdiction to consider the Motion to Shorten

¹ The Debtors are: Mesa Air Group, Inc. (2351); Mesa Air New York, Inc. (3457); Mesa In-Flight, Inc. (9110); Freedom Airlines, Inc. (9364); Mesa Airlines, Inc. (4800); MPD, Inc. (7849); Ritz Hotel Management Corp. (7688); Regional Aircraft Services, Inc. (1911); Air Midwest, Inc. (6610); Mesa Air Group Airline Inventory Management, LLC (2015); Nilchi, Inc. (5531); and Patar, Inc. (1653).

² Unless otherwise defined herein, each capitalized term shall have the meaning ascribed to it in the Motion.

Time and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and the Standing Order of Referral of Cases to Bankruptcy Court Judges of the District Court for the Southern District of New York, dated July 19, 1984 (Ward, Acting C.J.); and consideration of the Motion to Shorten Time and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having determined that the relief sought in the Motion to Shorten Time is in the best interests of the Debtors, their creditors and all parties in interest; and the Court having determined that the legal and factual bases set forth in the Motion to Shorten Time establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the relief requested in the Motion to Shorten Time is hereby granted to the extent provided below; and it is further

ORDERED that the hearing to consider the Motion shall be held on February 4, 2010 at 2:00 p.m. prevailing Eastern Time, before the Honorable Martin Glenn, United States Bankruptcy Judge, in Courtroom 501 of the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York; and it is further

ORDERED that service of the Motion and this Order by hand delivery, overnight mail, electronic mail, or facsimile upon: (i) the United States Trustee; (ii) attorneys for the Bank; (iii) attorneys for the Committee; and (iv) those parties that have requested notice in these cases will be good and sufficient notice; and it is further

ORDERED that any objections to the Motion shall be filed and served so that they are received no later than February 4, 2010 at 12:00 p.m. prevailing Eastern Time upon: (i) attorneys for the Debtors; (ii) the United States Trustee; (iii) attorneys for the Bank; and (iv) attorneys for the Committee, with a courtesy copy delivered to the chambers of the Honorable Martin Glenn, United States Bankruptcy Judge.

Dated: February 3, 2010
New York, New York

/s/ Martin Glenn
UNITED STATES BANKRUPTCY JUDGE